

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
	§	
IHEARTMEDIA, INC., <i>et al.</i> , ¹	§	Case No. 18-31274 (MI)
	§	
Debtors.	§	(Jointly Administered)
	§	

NOTICE OF FILING SECOND AMENDED PLAN SUPPLEMENT

PLEASE TAKE NOTICE THAT on September 20, 2018, the United States Bankruptcy Court for the Southern District of Texas (the “Court”) entered an order [Docket No. 1481] (the “Disclosure Statement Order”): (a) authorizing iHeartMedia, Inc. and its affiliated debtors and debtors in possession (collectively, the “Debtors”), to solicit acceptances for the *Fourth Amended Joint Chapter 11 Plan of Reorganization of iHeartMedia, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (as amended, supplemented, or otherwise modified from time to time, the “Plan”);² (b) approving the *Disclosure Statement Relating to the Fourth Amended Joint Chapter 11 Plan of Reorganization of iHeartMedia, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (as may be amended, supplemented, or otherwise modified from time to time, the “Disclosure Statement”) as containing “adequate information” pursuant to section 1125 of the Bankruptcy Code; (c) approving the solicitation materials and documents to be included in the Solicitation Packages; and (d) approving procedures for soliciting, receiving, and tabulating votes on the Plan and for filing objections to the Plan.

PLEASE TAKE FURTHER NOTICE THAT on October 18, 2018, the Court entered an order [Docket No. 1631] (together with the Disclosure Statement Order, the “Disclosure Statement Orders”): (a) authorizing the Debtors to continue to solicit acceptances for the Plan; (b) approving the *Disclosure Statement Supplement Relating to the Fifth Amended Joint Chapter 11 Plan or Reorganization of iHeartMedia, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (the “Disclosure Statement Supplement”), as containing “adequate information” pursuant to section 1125 of the Bankruptcy Code; (c) approving the supplemental solicitation materials and documents to be included in the supplemental Solicitation Packages; and

¹ Due to the large number of Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the Debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims, noticing, and solicitation agent at <https://cases.primeclerk.com/iheartmedia>. The location of Debtor iHeartMedia, Inc.’s principal place of business and the Debtors’ service address is: 20880 Stone Oak Parkway, San Antonio, Texas 78258.

² Capitalized terms not otherwise defined herein have the same meanings as set forth in the Plan.

(d) approving continued procedures for soliciting, receiving, and tabulating votes on the Plan and for filing objections to the Plan.

PLEASE TAKE FURTHER NOTICE THAT as contemplated by the Plan and the Disclosure Statement Orders, the Debtors filed the Plan Supplement with the Court on November 2, 2018 [Docket Nos. 1781, 1929].

PLEASE TAKE FURTHER NOTICE THAT filed contemporaneously herewith is the following amended exhibit to the Plan Supplement: **Exhibit D**, the Assumed Executory Contract and Unexpired Lease List.

PLEASE TAKE FURTHER NOTICE THAT the Plan Supplement documents remain subject to ongoing review, revision, and further negotiation by the parties to the Restructuring Support Agreement who have various consent rights over the final form of the Plan Supplement documents as may be amended, modified, supplemented, and revised in accordance therewith.

PLEASE TAKE FURTHER NOTICE THAT the hearing to consider Confirmation of the Plan commenced on December 11, 2018, at 9:00 a.m., prevailing Central Time before the Honorable Marvin Isgur, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of Texas, Courtroom 404, 515 Rusk Street, Houston, Texas 77002 (the “Confirmation Hearing”) and has been continued as set forth below (all times, prevailing Central Time):

- **January 10, 2019 at 9:00 a.m.** to consider all confirmation issues other than those scheduled to be heard on January 17, 2019 and January 22, 2019.
- **January 17, 2019 at 9:00 a.m.** to consider all issues concerning the CCOH Separation Settlement, other than those issues scheduled to be heard on January 22, 2019.
- **January 22, 2019 at 8:30 a.m.** to consider all remaining issues concerning consideration of the class action settlement related to the CCOH Separation Settlement and the GAMCO Motion.
- **January 23, 2019 at 2:30 p.m.** to consider all remaining confirmation issues.

PLEASE TAKE FURTHER NOTICE THAT the deadline for filing objections to the Plan was **November 28, 2018, at 5:00 p.m.** prevailing Central Time (the “Plan Objection Deadline”). The deadline for filing objections to the Plan solely with respect to the CCOH Separation Settlement is **January 9, 2019 at 11:59 p.m.**, prevailing Central Time (the “CCOH Separation Settlement Objection Deadline”). The deadline for filing objections solely with respect to the Cure Cost listed in **Exhibit D** is **January 7, 2019 at 5:00 p.m.**, prevailing Central Time (the “Cure Objection Deadline”). Any objection to the Plan *must*: (a) be in writing; (b) conform to the Bankruptcy Rules, the Bankruptcy Local Rules, and any orders of the Court; (c) set forth the name and address of the objector and the nature and amount of Claims held or asserted by the objector against the Debtors’ Estates or property; (d) state, with particularity, the legal and factual basis for the objection to the Plan and, if practicable, a proposed modification to the Plan (or related

materials) that would resolve such objection; and (e) be filed with the Court (contemporaneously with a proof of service) and served upon the following parties so as to be ***actually received*** on or before the the CCOH Separation Settlement Objection Deadline or the Cure Objection Deadline as appropriate:

<i>Co-Counsel to the Debtors</i>	
<p>KIRKLAND & ELLIS LLP Christopher Marcus, P.C. 601 Lexington Avenue New York, New York 10022</p> <p>-and-</p> <p>KIRKLAND & ELLIS LLP James H.M. Sprayregen, P.C. Anup Sathy, P.C. Brian D. Wolfe William A. Guerrieri Benjamin M. Rhode 300 North LaSalle Chicago, Illinois 60654</p>	<p>JACKSON WALKER, LLP Patricia B. Tomasco Elizabeth C. Freeman Matthew D. Cavanaugh 1401 McKinney Street, Suite 1900 Houston, Texas 77010</p>
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<p>ARNOLD & PORTER KAYE SCHOLER LLP Alan Glantz 250 W. 55th Street New York, New York 10019</p> <p>-and-</p> <p>ARNOLD & PORTER KAYE SCHOLER LLP Michael D. Messersmith Sarah Gryll 70 W. Madison Street, Suite 4200 Chicago, Illinois 60602</p>	<p>WEIL, GOTSHAL & MANGES LLP Matthew S. Barr Jacqueline Marcus Gabriel A. Morgan 767 Fifth Avenue New York, New York 10153</p>

<i>Counsel to the Official Committee of Unsecured Creditors</i>	<i>U.S. Trustee</i>
AKIN GUMP STRAUSS HAUER & FELD LLP Ira Dizengoff Philip C. Dublin Naomi Moss Edan Lisovicz One Bryant Park New York, New York 10036-6745	OFFICE OF THE UNITED STATES TRUSTEE Hector Duran Stephen Douglas Statham 515 Rusk Street, Suite 3516 Houston, Texas 77002

PLEASE TAKE FURTHER NOTICE THAT if you would like to obtain a copy of the Disclosure Statement, the Plan, the Plan Supplement, or related documents, you should contact Prime Clerk LLC, the claims, noticing, and solicitation agent retained by the Debtors in the Chapter 11 Cases (the “Claims, Noticing, and Solicitation Agent”), by: (a) visiting the Debtors’ restructuring website at: <https://cases.primeclerk.com/iheartmedia>; (b) writing iHeartMedia Ballot Processing, c/o Prime Clerk LLC, 830 Third Avenue, 3rd Floor, New York, New York 10022; (c) emailing iheartmediaballots@primeclerk.com; and/or (d) calling the Debtors’ restructuring hotline at:

U.S. Toll Free: 877-756-7779
International: 347-505-7142

You may also obtain copies of any pleadings filed in the Chapter 11 Cases for a fee via PACER at: <http://www.tx.uscourts.gov>.

ARTICLE VIII OF THE PLAN CONTAINS RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, AND ARTICLE VIII.C CONTAINS A THIRD-PARTY RELEASE. THUS, YOU ARE ADVISED TO REVIEW AND CONSIDER THE PLAN CAREFULLY BECAUSE YOUR RIGHTS MIGHT BE AFFECTED THEREUNDER.

THIS NOTICE IS BEING SENT TO YOU FOR INFORMATIONAL PURPOSES ONLY. IF YOU HAVE QUESTIONS WITH RESPECT TO YOUR RIGHTS UNDER THE PLAN OR ABOUT ANYTHING STATED HEREIN OR IF YOU WOULD LIKE TO OBTAIN ADDITIONAL INFORMATION, CONTACT THE CLAIMS, NOTICING, AND SOLICITATION AGENT

Houston, Texas
December 20, 2018

/s/ Patricia B. Tomasco

Patricia B. Tomasco (TX Bar No. 01797600)
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*Co-Counsel to the Debtors
and Debtors in Possession*

Certificate of Service

I certify that on December 20, 2018, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Patricia B. Tomasco

Patricia B. Tomasco